Edgar Filing: DUKE REALTY CORP - Form 4

DUKE REAL	LTY CORP										
Form 4											
May 12, 201	5										
FORM	14									PPROVAL	
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							COMMISSION	OMB Number:	3235-0287	
Check thi									Expires:	January 31,	
if no long subject to	F CHANGES IN BENEFICIAL OWNERSHIP O						Estimated average				
Section 1		SECURITIES					burden hou response				
Form 4 or Form 5 Eiled pursuant to Section 16(a)				6(a) of the) of the Securities Exchange Act of 1934,					0.5	
obligation	ns Section 17			. ,			U	7 1935 or Section	n		
may cont <i>See</i> Instru 1(b).	inue.			vestment	•	· ·	•				
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> Denien Mark A			2. Issuer Name and Ticker or Trading				ng	5. Relationship of Reporting Person(s) to			
			Symbol					Issuer			
			DUKE REALTY CORP [DRE]					(Check all applicable)			
(Last)	(First)	(Middle) 3. Date of Earliest Transaction				(,			
(00 F 0 (F)				(Month/Day/Year)				Director 10% Owner			
600 E 96TH ST, #100			05/10/2015					XOfficer (give titleOther (specify below) below) EVP & CFO			
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)					Applicable Line)			
								X Form filed by C Form filed by M			
INDIANAP	OLIS, IN 46240							Person		porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction Da			3.	4. Securi			5. Amount of	6. Ownership		
Security (Instr. 3)	(Month/Day/Year) Executio any	on Date, if	Transactic Code	n(A) or Di (Instr. 3,	-		Securities Beneficially Owned		Indirect Beneficial	
(IIISU. <i>3)</i>			Day/Year)	(Instr. 8)	(11150. 3,	4 anu	3)			Ownership	
			-					Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common	05/10/2015			F	227 (1)	Л	\$	44,611 <u>(2)</u>	D		
Stock	03/10/2013			1.	227 (-)	D	20.07	-+, 011 <u></u>	D		
Common								0.022(3)	т	By 401(k)	
Stock								9,022 <u>(3)</u>	Ι	Plan	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	7. Title and A Underlying S (Instr. 3 and	Securities	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
LTIP Units (4)	<u>(4)</u>					(4)	(4)	Common Stock	16,549	

Reporting Owners

Reporting Owner Name / Address	Relationships							
I B	Director	Director 10% Owner Officer		Other				
Denien Mark A 600 E 96TH ST, #100 INDIANAPOLIS, IN 46240			EVP & CF	0				
Signatures								
Tracy Swearingen for Mark A. filed.	7.	05/12/2015						

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Represents shares withheld for taxes upon the vesting of restricted stock units granted pursuant to Rule 16b-3 of Section 16b of the Securities Exchange Act of 1934.
- (2) Between February 12, 2015 and May 12, 2015, the Reporting Person acquired 232 shares of DRE common stock through dividend reinvestment.
- (3) Between February 12, 2015 and May 12, 2015, the Reporting Person acquired 5 shares of DRE's common stock under the Company's 401(k) plan.

Represents units of limited partnership interest (LTIP Unit) in Duke Realty Limited Partnership (DRLP), of which the Issuer is the general partner, issued as long term incentive compensation pursuant to the Issuer's equity based incentive programs. When earned and vested, each LTIP Unit may be converted into a Common Unit of limited partnership interest in DRLP. Each Common Unit acquired

(4) vested, each LTIP Unit may be converted into a Common Unit of Infinited partnership interest in DRLP. Each Common Unit acquired upon the conversion of an LTIP Unit is redeemable by the holder for shares of common stock of the Issuer on a one-for-one basis. LTIP units are generally not convertible until two years from the date of the grant. LTIP Units vest in three equal installments beginning on February 10, 2016 and have no expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Date

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